

Exhibit B

Betance Declaration

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
GRIDDY ENERGY, LLC, ¹)	Case No. 21-30923 (MI)
)	
Debtor.)	
)	

**DECLARATION OF SHERYL BETANCE IN SUPPORT OF DEBTOR'S
EMERGENCY APPLICATION FOR ENTRY OF AN ORDER (A) AUTHORIZING THE
RETENTION AND APPOINTMENT OF STRETTO AS CLAIMS, NOTICING AND
SOLICITATION AGENT AND (B) GRANTING RELATED RELIEF**

I, Sheryl Betance, under penalty of perjury, declare as follows:

1. I am a Senior Managing Director of Corporate Restructuring at Stretto (“Stretto”),² a chapter 11 administrative services firm with offices at 410 Exchange, Ste. 100, Irvine, California 92602. Except as otherwise noted in this declaration (this “Declaration”), I have personal knowledge of the matters set forth herein, and if called and sworn as a witness, I could and would testify competently thereto.

2. I submit this Declaration in support of the above-captioned Debtor’s (the “Debtor”) *Debtor’s Emergency Application for Entry of an Order (a) Authorizing the Retention and Appointment of Stretto as Claims, Noticing and Solicitation Agent and (b) Granting Related Relief*, filed contemporaneously herewith (the “Application”).³

¹ The last four digits of the Debtor’s federal tax identification number are 1396. The mailing address for the Debtor is PO Box 1288, Greens Farms, CT 06838.

² Stretto is the trade name of Bankruptcy Management Solutions, Inc., and its subsidiaries.

³ Capitalized terms used herein but not otherwise defined shall have the meanings given them in the Application

QUALIFICATIONS

3. Stretto is a chapter 11 administrator comprised of leading industry professionals with significant experience in both the legal and administrative aspects of large, complex chapter 11 cases. Stretto's professionals have experience in noticing, claims administration, solicitation, balloting, and facilitating other administrative aspects of chapter 11 cases and experience in matters of this size and complexity. Stretto's professionals have acted as debtor's counsel or official claims and noticing agent in many large bankruptcy cases in this district and in other districts nationwide. Stretto has developed efficient and cost-effective methods to handle the voluminous mailings associated with the noticing and claims processing portions of chapter 11 cases to ensure the efficient, orderly and fair treatment of creditors, equity security holders, and all parties in interest. Stretto's active and former cases include: *In re Brazos Electric Power Cooperative, Inc.*, Case No. 21-30725 (DRJ) (Bankr. S.D. Tex. March 2, 2021); *In re Bouchard Transportation Co., Inc., et al.*, Case No. 20-34682 (MI) (Bankr. S.D. Tex. Oct. 22, 2020); *In re Valaris plc, et al.*, Case No. 20-34114 (MI) (Bankr. S.D. Tex. August 20, 2020); *In re Lilis Energy, Inc.*, Case No. 20-33274 (MI) (Bankr. S.D. Tex. June 29, 2020); *In re Hornbeck Offshore Services, Inc.*, Case No. 20-32679 (DRJ) (Bankr. S.D. Tex. May 19, 2020); *In re Neiman Marcus Group LTD LLC*, Case No. 20-32519 (DRJ) (Bankr. S.D. Tex. May 7, 2020); *In re Whiting Petrol. Corp.*, No. 20-32021 (DRJ) (Bankr. S.D. Tex. April 1, 2020); *In re Tri-Point Oil & Gas Production Systems, LLC*, No. 20-31777 (DRJ) (Bankr. Mar. 18, 2020); *In re Burkhalter Rigging, Inc.*, Case No. 19-30495 (MI) (Bankr. S.D. Tex. Feb. 6, 2019); *In re REVA Medical, Inc.*, Case No. 20-10072 (JTD) (Bankr. D. Del. Jan. 16, 2020).⁴

⁴ Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Declaration. Copies of these cited orders are available upon request to the Debtor's proposed counsel.

SERVICES TO BE RENDERED

4. As agent and custodian of Court records pursuant to 28 U.S.C. § 156(c), Stretto will perform, at the request of the Office of the Clerk of the Bankruptcy Court (the “Clerk”), the noticing and claims-related services specified in the Application and the Engagement Agreement and, at the Debtor’s request, any related administrative, technical and support services as specified in the Application and the Engagement Agreement. In performing such services, Stretto will charge the Debtor the rates set forth in the Engagement Agreement, which is attached as **Exhibit C** to the Application.

5. Stretto represents, among other things, the following:

- a. With the possible exception of *de minimis* fees and expenses incurred prior to the Petition Date, Stretto is not a creditor of the Debtor;
- b. Stretto will not consider itself employed by the United States government and shall not seek any compensation from the United States government in its capacity as the Claims and Noticing Agent in this chapter 11 case;
- c. By accepting employment in this chapter 11 case, Stretto waives any rights to receive compensation from the United States government in connection with this chapter 11 case;
- d. In its capacity as the Claims and Noticing Agent in this chapter 11 case, Stretto will not be an agent of the United States and will not act on behalf of the United States;
- e. Stretto will not employ any past or present employees of the Debtor in connection with its work as the Claims and Noticing Agent in this chapter 11 case;
- f. Stretto is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code with respect to the matters upon which it is to be engaged;
- g. In its capacity as Claims and Noticing Agent in this chapter 11 case, Stretto will not intentionally misrepresent any fact to any person;
- h. Stretto shall be under the supervision and control of the Clerk with respect to the receipt and recordation of claims and claim transfers;

- i. Stretto will comply with all requests of the Clerk and the guidelines promulgated by the Judicial Conference of the United States for the implementation of 28 U.S.C. § 156(c); and
- j. None of the services provided by Stretto as Claims and Noticing Agent in this chapter 11 case shall be at the expense of the Clerk.

6. I caused to be submitted for review by our conflicts system the names of all known potential parties-in-interest (the “Potential Parties in Interest”) in this chapter 11 case.⁵ The list of Potential Parties in Interest was provided by the Debtor and included, among other parties, the Debtor, non-Debtor affiliates, current and former directors and officers of the Debtor, significant stockholders, lenders, contract counterparties, landlords, the Debtor’s largest unsecured creditors, the United States Trustee and any person employed in the office of the United States Trustee, and other parties. The Potential Parties in Interest list was compared to an internal database that includes, among others, Stretto’s parent entities, affiliates, and subsidiaries. Stretto’s internal database also includes Stone Point (as defined below), its funds, and each such fund’s respective portfolio companies as set forth in the list most recently provided to Stretto by Stone Point’s internal compliance department (the “Stone Point Searched Parties”). The results of the conflict check were compiled and reviewed by Stretto professionals under my supervision. At this time, and as set forth in further detail herein, Stretto is not aware of any connection that would present a disqualifying conflict of interest. Should Stretto discover any new relevant facts or connections bearing on the matters described herein during the period of its retention, Stretto will use reasonable efforts to promptly file a supplemental declaration.

7. To the best of my knowledge, and based solely upon information provided to me by the Debtor, and except as provided herein, neither Stretto, nor any of its professionals, has any

⁵ The list of Potential Parties in Interest is attached to this declaration as Schedule 1.

materially adverse connection to the Debtor, its creditors or other relevant parties. Stretto has and will continue to represent clients in matters unrelated to this chapter 11 case. In addition, in matters unrelated to this chapter 11 case, Stretto and its personnel have and will continue to have relationships personally or in the ordinary course of business with certain vendors, professionals, financial institutions, and other parties in interest that may be involved in the Debtor's chapter 11 case. Stretto may also provide professional services to entities or persons that may be creditors or parties in interest in this chapter 11 case, which services do not directly relate to, or have any direct connection with, this chapter 11 case or the Debtor. Based upon a review of the Potential Parties in Interest:

- Sitrick Group, LLC ("Sitrick") has been identified as a Potential Party in Interest. John Brincko and Thora Thoroddsen, employees of Sitrick, are current clients of Stretto's chapter 7 software business in their individual capacity, but such relationships are unrelated to the Debtor and its estate, assets, or businesses.

8. To the best of my knowledge, none of Stretto's employees are related to bankruptcy judges in the Southern District of Texas, the United States Trustee for Region 7, or any attorney known by Stretto to be employed in the Office of the United States Trustee serving the Southern District of Texas.

9. Certain of Stretto's professionals were partners of or formerly employed by firms that are providing or may provide professional services to parties in interest in this case. Except as may be disclosed herein, these professionals did not work on any matters involving the Debtor while employed by their previous firms. Moreover, these professionals were not employed by their previous firms when this chapter 11 case was filed. To the best of my knowledge, none of Stretto's professionals were partners of, or formerly employed within the last three years by firms that are Potential Parties in Interest or that have filed a notice of appearance in this chapter 11 case.

10. Stretto has and will continue to represent clients in matters unrelated to this chapter 11 case. In addition, in matters unrelated to this chapter 11 case, Stretto and its personnel have and will continue to have relationships personally or in the ordinary course of business with certain vendors, professionals, financial institutions, and other parties in interest that may be involved in the Debtor's chapter 11 case. Stretto may also provide professional services to entities or persons that may be creditors or parties in interest in this chapter 11 case, which services do not directly relate to, or have any direct connection with, this chapter 11 case or the Debtor.

11. Stretto and its personnel in their individual capacities regularly use the services of law firms, investment banking and advisory firms, accounting firms, and financial advisors. Such firms engaged by Stretto or its personnel may appear in chapter 11 cases representing the Debtor or parties in interest. To the best of my knowledge, Stretto does not currently utilize the services of any law firms, investment banking and advisory firms, accounting firms, or financial advisors who have been identified as Potential Parties in Interest or who have filed a notice of appearance in this Chapter 11 Case.

12. In April 2017, Stretto was acquired by the Trident VI Funds managed by private equity firm Stone Point Capital LLC ("Stone Point"). Stone Point is a financial services-focused private equity firm based in Greenwich, Connecticut. The firm has raised and managed eight private equity funds – the Trident Funds – with aggregate committed capital of approximately \$25 billion. Stone Point targets investments in the global financial services industry, and related sectors.

13. The following disclosure is made out of an abundance of caution in an effort to comply with the Bankruptcy Code and Bankruptcy Rules. Stretto has searched the names of the Debtor and the Potential Parties in Interest against the Stone Point Searched Parties.

14. Based solely on the foregoing search, Stretto has determined that neither the Trident VI Funds, Stone Point nor the Stone Point Searched Parties have been identified on the parties in interest list in this chapter 11 case as of the date hereof and to the best of its knowledge, that there are no material connections that require disclosure. To the extent Stretto learns of any additional relevant facts or connections between Stone Point's funds or investments included in the above-described conflicts search and the Debtor that bear on this chapter 11 case, Stretto will promptly file a supplemental disclosure. Stretto may have had, may currently have, or may in the future have business relationships unrelated to the Debtor with one or more Stone Point entities including, among others, portfolio companies of Stone Point.

15. From time to time, Stretto partners or employees personally invest in mutual funds, retirement funds, private equity funds, venture capital funds, hedge funds and other types of investment funds (the "Investment Funds"), through which such individuals indirectly acquire a debt or equity security of many companies, one of which may be one of the Debtor or its affiliates, often without Stretto's or its personnel's knowledge. Each Stretto partner or employee generally owns substantially less than one percent of such Investment Fund, does not manage or otherwise control such Investment Fund and has no influence over the Investment Fund's decision to buy, sell or vote any particular security. Each Investment Fund is generally operated as a blind pool, meaning that when the Stretto partners or employees make an investment in the particular Investment Fund, he, she or they do not know what securities the blind pool Investment Fund will purchase or sell, and have no control over such purchases or sales.

16. From time to time, Stretto partners or employees may personally directly acquire a debt or equity security of a company that may be one of the Debtor or its affiliates. Stretto has a policy prohibiting its partners and employees from using confidential information that may come

to their attention in the course of their work. In this regard, subject to the above, all Stretto partners and employees are barred from trading in securities with respect to matters in which Stretto is retained. Subject to the foregoing, upon information and belief, and upon reasonable inquiry through email survey of Stretto's employees, Stretto does not believe that any of its partners or employees own any debt or equity securities of a company that is a Debtor or of any of its affiliates.

17. To the best of my knowledge, Stretto (a) does not hold or represent an interest adverse to the Debtor's estate; (b) is a "disinterested person" that (i) is not a creditor, an equity security holder or an insider, (ii) is not and was not, within two years before the Petition Date, a director, officer or employee of the Debtor, and (iii) does not have an interest materially adverse to the interest of the Debtor's estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtor, or for any other reason; and (c) has disclosed all of Stretto's connections with the Debtor, its creditors, any other party in interest, their respective attorneys and accountants, the U.S. Trustee, or any person employed in the office of the U.S. Trustee.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge and belief.

Dated: March 15, 2021

/s/ Sheryl Betance

Sheryl Betance
Senior Managing Director
Stretto
410 Exchange, St. 100
Irvine, CA 92602

Schedule 1

Potential Parties in Interest

Debtor

Griddy Energy LLC

5% or More Equity Holders

Griddy Holdings LLC

Affiliates

Beachside New Utility Holdings LLC
EDF Trading North America LLC
Elliot New Utility Holdings LLC
Grid Investments Inc.
Griddy 6 Holdings LLC
Griddy VI Holdings LLC
Griddy VI Intermediate Holdings LLC
Griddy VI Series A Holdings LLC
Griddy Pro LLC
Griddy Technologies LLC
Janson New Utility Holdings LLC
Niab Holdings Pty Limited
SRA Investments Pty Limited

Bankruptcy Judges

The Honorable Christopher M. Lopez
The Honorable David R. Jones
The Honorable Eduardo V. Rodriguez
The Honorable Jeffrey P. Norman
The Honorable Marvin Isgur

Banks/Lenders/LOCs/Administrative Agents

Macquarie Investments US Inc.
Macquarie Energy LLC
JP Morgan Chase

Contract Counter-Parties

AEP Texas Inc. d/b/a AEP Texas
Baker Botts L.L.P.
Bankruptcy Management Solutions, Inc. d/b/a Stretto
Bevan, Mosca & Giuditta, P.C.
Bill.com
CCH Incorporated
CenterPoint Energy Houston Electric, LLC
Crestline Solutions, LLC
CT Corporation Staffing, Inc.

CT Corporation Staffing, Inc.
EDF Trading North America, LLC
EDF Trading North America, LLC
Electric Reliability Council of Texas (ERCOT)
Energy Services Group, LLC
Energy Services Group, LLC
Energy Services Group, LLC
Energy Services Group, LLC
Griddy Holdings LLC
Griddy Technologies LLC
Iterable, Inc
JPMorgan Chase Bank, N.A.
Macquarie Energy LLC
Macquarie Energy LLC
Macquarie Energy LLC
Meridian Business Centers - Southwest Partners, LP
Miguel A. Huerta, PLLC
Oncor Electric Delivery Company LLC
S4S, LLC
Scottsdale Insurance Company
Sitrick Group, LLC
Stevens & Lee Lawyers & Consultants
Stripe, Inc.
Texas-New Mexico Power Company
William L Gault, Trustee of the Howard W. Gault Trust U/A dated January 27, 1969
Windes, Inc.

Director/Officer - Current

Christian McArthur
Gregory L. Craig
Michael Fallquist
Nick Bain
Roop Bhullar

Director/Officer – Former

Davis Cass
Eduardo Brasao da Fonseca

Governmental/Regulatory Agencies

Electric Reliability Council of Texas (ERCOT)
Federal Energy Regulatory Commission (FERC)
Public Utility Commission of Texas (Texas PUC)
U.S. Energy Information Administration (EIA)

Insurance Providers and Related Parties

Aon Risk Services Central Inc (FSG MM CHI)
Aon Risk Services Southwest Inc

AXIS Insurance Company
Chubb Group of Insurance Companies
ERisk Services, LLC
Hartford Fire Insurance Company
Lockton Companies, LLC - Los Angeles
Scottsdale Insurance Company
The Hartford
Trumbull Insurance Company

Landlords

Hartman SPE LLC
Maridian Business Centers-Southwest Partners, LP
William L Gault, Trustee of the Howard W. Gault Trust U/A dated January 27, 1969

Other Vendors

AdEspresso
AdNet Advertising Agency
Adobe Acropro
AEP Texas Central Company
AEP Texas North Company
Agency of Credit
Alex Liu
Allen Matkins
Amazon Web Services
American Express
AON Risk Services
Artisan Creative, Inc.
ASPE Training
Atlassian
ATT Stadium Suites
Backpack Marketing
Banner Buzz
BDO USA, LLP
Beckerman Group Inc
Big 10 Inc
Bohemian Coding
Boto Design Architects, Inc.
Bugsee Inc
Bunnelli, LLC
Business Wire, Inc
C&S Sales Brand Promotions
Cadre, Inc
Callfire.Com
Career Strategies Temporary Inc.
Chubb Group of Insurance Companies
Cisco Systems Capital CRP
Clear Channel Outdoor
Cloudbees, Inc.

Coastal Software & Consulting Inc
Cocentric Energy Advisors
Codeship
Cognitive Energy LLC
Corporation Service Company
Coveralls
CSC (Corporation Service Company)
Custom Ink LLC
Cyntekk Solutions, Inc.
Cypress Capital Ventures LLC
D&AD
Dark Sky Api
Datadog, Inc.
Dee Zunker Photography
Digital Ocean
Digitalocean.Com
Direct Promotionals
Docusign
Dudley Newman Feuerzeig LLP
Education Alliance, LLC
Elegantthemes.Com
Employment Development Department
Encompass Parts
Experient
Fabric Staffing, LLC
Facebook
FastSpring
Feller Law Group, PLLC
Fernelius Simon Mace Robertson Perdue PLLC
Figma
Fiverr
Flydata
Frazee Valuation & Forensic Consulting
Fully Functional Technology
Garcia Analytics, LLC
Genscape
Genscape - Griddy
Github
Global Experience Specialists
Godaddy.Com
GoGORILLA Media
Good Counsel Legal Services, LLC
Google.Com
Gow Media, LLC
Greater Houston Builders Association
Greenehurlocker PLC
Greff Video
Halo Branded Solutions

Hartford Casualty Insurance Company
Hawke McKeon & Sniscak LLP
Hippo Reads LLC
Honeywell
Hotjar Ltd
ICE US OTC Commodity Markets LLC
Icon Media Group LLC
IFTTT, Inc.
Impact Group
Incorp Services, Inc
Indeed
Influxdata
Inkhead, Inc
Insperity
Integrate
Internal Revenue Service
Intralinks
Intuit *Quickbooks
Invision
Invision App
Jabra
Jackson Walker LLP
Jordan Oakley
Junior Achievement of Southern California
Kapwing
Kastle Systems of Los Angeles PSP
KD Kanopy Inc
Kellerhals Ferguson Kroblin PLLC
Kera LaFerney
Kristina Marin
KUBE
Lane Rockoff
Lastpass.com
Lieberman Broadcasting, Inc.
Lockton Insurance Brokers
Loggly
Lucidchart
Macquarie Investments US Inc. & Macquarie Energy LLC
Madison Millichamp
Maestro QA
MailChimp
Mariam Millichamp
Marius Group LLC
Maximilian Law Inc
Meridian Business Centers
Microsoft
Microsoft Bing Ads
MiiR

Milbank LLP
Minuteman Press
Mixpanel
Modern Postcard
Moo
Morphologic, LLC
Motion Recruitment DBA Jobspring Partners
Motion Recruitment DBA Workbridge Associates
MOZ
National CineMedia, LLC
Nest
Nextdoor, Inc.
NFFC
Notion Labs Inc
O'Bryant Electric Inc.
Office of the Attorney General
Office of The United States Trustee
Omni Online
Oncor
Onesky Localization
Onward Search, LLC
OpenJar Concepts, Inc.
OpHeart
Oracle America, Inc
Orrick
Otter.ai
Pablin Marin Jr
PagerDuty
Pagerduty, Inc.
Panda Express
Paypal
Pixel Studio Productions
PJM Interconnection
Playa Provisions
Postman
PR Newswire
Pro Silver Star, Ltd
Propay
PSA Consulting, LLC
Public Utility Commission of Texas
PushWoosh
Quora
Reddit
Reviews.Io
Right Networks, LLC
RingCentral, Inc
Riviera Partners
RLI Insurance Company

RMCK Law Group, PLC
Roaming Hunger
Robert Half Finance & Accounting
Robert Half Legal
Rothbard
Runscope.Com
RX-M Enterprises LLC
S90 Technology
SaasQuatch
Safire Partners
Sam Diephuis Photography
Sandwich Video
Scott PLLC
Semrush.Com
Sendgrid
Sharp Decisions
Shellback Tavern
Shepard Expositions
Sherwood Gardens Apartments
Shifter Tier 1
Shutterstock
Sign Ad
Sketch
Skipping Stone, LLC
Slack
Snap Recording
Social Tactix with Jay James
SpPlus Corporation
Sprout Social, Inc
Startup Artclub
State Comptroller
State of Connecticut
State of Connecticut Department of Revenue Services
State of Delaware
State Of Texas
Sticker Mule
Strategic Media
Streampoint Solutions
Strong Force Design
Strong Force IP Strategies
STRV, Inc.
Studio Other
Summit Advantage
Summit Advantage - Griddy
Superhuman
Swinerton Builders
Tableau Software, Inc
Texas A&M Ventures

The Dark Sky Company
The Go Solution, LLC
The Honest Company
The Philadelphia Inquirer
The Sheridan Group
Thinkific.Com
Transperfect Translations International Inc.
Travis-CI.com
TriNet Employer Group Canada Inc
TriNet HR III, Inc
TrueLight Energy, LLC
Twenty20 Stock Photos
Ty Bowers Design
United Airlines
Upwork
User Testing, Inc.
USPS
US-Yellow
Vettery
Viasat In-Flight
Vimeo.Com
VincentBenjamin
Voices.com
Webflow.Com
Weglot.Com
Winston & Strawn LLP
Within LLC
Within, LLP
Wix.Com Premium-Plan
WP Engine
WWW.oneskyapp.com
Yonomi, Inc.
Zapier.Com
Zeldes, Needle & Cooper
Zendesk, Inc.
Zoom.Us
Zuberance

Parties Relating to Known Litigation Matters Involving the Debtors-Litigation

Charles Huppert
Lisa Khoury, et al.
Texas Office of the Attorney General Consumer Protection Division
The State of Texas
Thomas Ramer Clark

Professionals

Baker Botts L.L.P.
Stretto

Taxing Authorities

Department of Treasury - Internal Revenue Service
Texas Comptroller of Public Accounts

Top 20 Creditors

AEP Texas Inc.
Alpha Employment Solutions
CCH Incorporated
CenterPoint Energy, Inc
Energy Services Group
ERCOT
FloQast, Inc.
Hartman Income REIT Management
Lisa Khoury, et al.
Oncor Electric Delivery Company LLC
Public Utility Commission of Texas Investigations
RLI insurance
S4S, LLC
Star Energy Partners
Stripe, Inc.
Texas Comptroller of Public Accounts
Texas Office of the Attorney General Consumer Protection Division
Texas-New Mexico Power Company
The State of Texas
William Gault, Trustee of the Howard Gault Trust

U.S. Trustee Office

Alicia Barcomb
Barbara Griffin
Christy Simmons
Clarissa Waxton
Ha Nguyen
Hector Duran
Glenn Otto
Gwen Smith
Jacqueline Boykin
Jana Whitworth
Jayson B. Ruff
Linda Motton
Luci Johnson-Davis
Michael J. Bujold
Stephen Statham
Patricia Schmidt

Utility Providers

Optimum